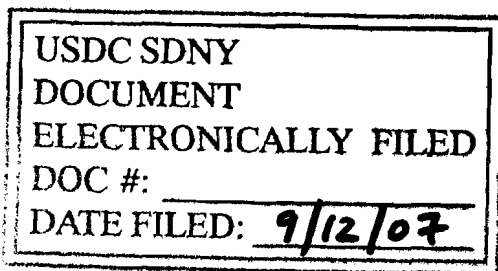


UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

_____	X	
THU TRAN, Individually and On Behalf of All:	:	Civil Action No. 1:07-cv-03754-RMB
Others Similarly Situated,	:	
	:	(Consolidated)
Plaintiff,	:	
	:	<u>CLASS ACTION</u>
vs.	:	
	:	
NETLIST, INC., et al.,	:	
	:	
Defendants.	:	
_____	X	

STIPULATION AND ~~PROPOSED~~ ORDER TRANSFERRING
THE RELATED ACTIONS TO THE CENTRAL DISTRICT OF CALIFORNIA

RMB



WHEREAS, on May 11, 2007, plaintiff in the action captioned *Thu Tran vs. Netlist, Inc., et al.*, Civil Action No. 1:07-cv-03754-RMB (“*Tran Action*”) filed a complaint in the Southern District of New York alleging violations of the federal securities laws;

WHEREAS, on May 28, 2007, in accordance with the Private Securities Litigation Reform Act of 1995 (“PSLRA”), plaintiff in the *Tran Action* caused the first notice regarding the pendency of this action to be published on *Marketwire*, a national, business-oriented newswire service;

WHEREAS, on June 8, 2007, plaintiff in the action captioned *Bruce Belodoff vs. Netlist, Inc., et al.*, No. SACV-07-00677-DOC(MLGx) filed a complaint in the Central District of California with allegations similar to those in the *Tran Action*;

WHEREAS, on June 11, 2007, plaintiff in the action captioned *Ragaa Benjamin vs. Netlist, Inc., et al.*, Civil Action No. 1:07-cv-05518-RMB (the “*Benjamin Action*”) filed a complaint in the Southern District of New York with allegations similar to those in the *Tran Action*;

WHEREAS, on June 20, 2007, plaintiff in the action captioned *James H. Swofford vs. Netlist, Inc., et al.*, No. SACV-07-04006-PSG(FMOx) filed a complaint in the Central District of California with allegations similar to those in the *Tran Action*;

WHEREAS, the PSLRA provides that within 60 days after publication of the notice, any person or group of persons who are members of the proposed class may apply to the Court to be appointed as lead plaintiff, whether or not they have previously filed a complaint in the action. 15 U.S.C. §§77z-1(a)(3)(A) and (B).

WHEREAS, on July 27, 2007, Iron Workers Local No. 25 Pension Fund (“Iron Workers”) made a motion, in both the Central District of California and the Southern District of New York, requesting that each court consolidate the related actions, appoint Iron Workers as Lead Plaintiff and

approve its selection of Coughlin Stoia Geller Rudman & Robbins LLP ("Coughlin Stoia") as Lead Counsel;

WHEREAS, the motion of the Iron Workers is unopposed;

WHEREAS, by Order dated September 5, 2007, The Honorable David O. Carter of the Central District of California granted the motion of Iron Workers;

WHEREAS, by Order dated Sept 12, 2007 The Honorable Richard M. Berman of the Southern District of New York also granted the motion of Iron Workers, consolidated the related actions into a single action (the "Consolidated New York Action"), appointed Iron Workers as Lead Plaintiff and Coughlin Stoia as Lead Counsel; and

WHEREAS, the parties have conferred and agree that, in the interest of justice and trial efficiency, the Consolidated New York Action should be transferred to the Central District of California;

IT IS HEREBY STIPULATED AND AGREED, SUBJECT TO APPROVAL OF THE COURT, AS FOLLOWS:

1. The Consolidated New York Action is hereby transferred to the Central District of California.

DATED: September 11, 2007

COUGHLIN STOIA GELLER
RUDMAN & ROBBINS LLP



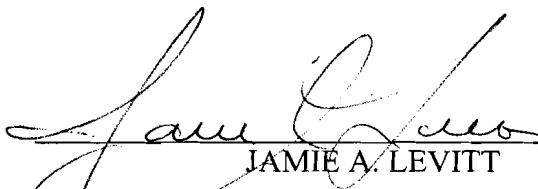
DAVID A. ROSENFELD

SAMUEL H. RUDMAN
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Telephone: 631/367-7100
631/367-1173 (fax)

Lead Counsel for Plaintiffs

DATED: September 11, 2007

MORRISON & FOERSTER LLP



JAMIE A. LEVITT
1290 Avenue of the Americas
New York, New York 10104-0050
Telephone: (212) 468-8000
(212) 468-7900 (fax)

Counsel for Defendants

* * * *

IT IS SO ORDERED.

DATED: Sept 12, 2007



THE HONORABLE RICHARD M. BERMAN
UNITED STATES DISTRICT JUDGE